

LAW OFFICES
ROGER RODRIGUEZ
SUITE 238
420 LINCOLN ROAD
MIAMI BEACH, FLORIDA 33139

ROGER RODRIGUEZ, ESQ., P.A.

MAILING ADDRESS
P.O. BOX 398776
MIAMI BEACH, FL 33239

TEL: (305) 538-1901

FAX: (305) 538-9889

November 5, 1997

SECRETARY OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

200002359742--8
-12/01/97--01168--013
*****35.00 *****35.00

Re: Amendment of Articles of Incorporation-Natch Productions

Dear Sir or Madam:

Enclosed please find Articles of Amendment to the Articles of Incorporation of NATCH PRODUCTIONS, INC., along with an attorney check in the amount of \$35.00, to cover the filing fees.

Kindly provide receipt hereof. A self addressed, stamped envelope is provided for your use.

Sincerely yours,


ROGER RODRIGUEZ, ESQ.

FILED
97 DEC 19 PM 12:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

Dec
12/19



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 8, 1997

ROGER RODRIGUEZ, ESQ.
P.O. BOX 398776
MIAMI BEACH, FL 33239

SUBJECT: NATCH PRODUCTIONS INCORPORATED
Ref. Number: P97000085774

We have received your document for NATCH PRODUCTIONS INCORPORATED and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

The name and title of the person signing the document must be noted beneath or opposite the signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6908.

Teresa Brown
Corporate Specialist

Letter Number: 597A00057744

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December 16, 1997

SECRETARY OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Amendment of Articles of Incorporation-Natch Productions

Dear Sir or Madam:

Enclosed please find Articles of Amendment to the Articles of Incorporation of NATCH PRODUCTIONS, INC. You already have on file for this filing an attorney check in the amount of \$35.00, to cover the filing fees.

Kindly provide receipt hereof. A self addressed, stamped envelope is provided for your use.

Sincerely yours,



ROGER RODRIGUEZ, ESQ.

ARTICLES OF AMENDMENT
NATCH PRODUCTIONS INCORPORATED

FILED
97 DEC 19 PM 12:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Section 607.1006, the Articles of Incorporation of the above-named Corporation are hereby amended as follows:

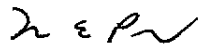
1. Article V (Officers & Directors) is hereby amended to read as follows:

LINDA LOVETRO,
PRESIDENT & REGISTERED AGENT
718 Lincoln Road
Miami Beach, FL 33139

2. The foregoing amendment was adopted on Thursday, October 30, 1997.

3. The amendment was adopted by the incorporator before the issuance of shares; thus, shareholder action was not required.

IN WITNESS WHEREOF, We, the undersigned have executed these Articles of Amendment, this _____ day of December, 1997



MARY E. PRADOS
Incorporator

Dated: 12-16-97



LINDA LOVETRO
President & Registered Agent

Dated: 12-16-97

ACCEPTANCE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for NATCH PRODUCTIONS, INC. I will further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325, FLORIDA STATUTES.



LINDA LOVETRO
Registered Agent

Dated: 12-16-97